

**MILK AND HONEY VENTURES, LLC  
UNANIMOUS WRITTEN CONSENT  
OF THE BOARD OF MANAGERS IN LIEU OF A MEETING**

The undersigned, being all of the members of the Board of Managers (the “Board”) of Milk and Honey Ventures, LLC, a New York limited liability company (the “Company”), do hereby consent in writing that the following resolutions shall have the same force and effect as if duly adopted at a meeting of the Board, duly called and held in accordance with the law, effective for all purposes as of the date last signed. The undersigned, being all of the members of the Board, has explicit authority to execute this document on behalf of the Company:

**Signatory Authorization**

**WHEREAS**, the Board (x) desires to appoint Rachel Maimin as an authorized signer on behalf of the Company (the “**Authorized Signer**”) for entering into a plea agreement and other related documentation, only for so long as the Authorized Signer receives written consent from the Company’s President prior to entering into such documentation (the “**Authorizing Condition**”) and (y) grants to the Authorized Signer the authority to enter into a plea agreement and other related documentation on behalf of the Company so long as the Authorizing Condition is met and (z) expressly authorizes the Authorized Signer to take all steps necessary to effectuate entry of the plea, including but not limited to answering fact basis questions on behalf of the Company at a plea hearing.

**NOW, THEREFORE, BE IT:**

**RESOLVED**, that the Authorized Signer be, and hereby is, appointed, authorized and approved as an Authorized Signer for purposes of entering into a plea agreement and of effectuating entry of the plea, and other related documentation so long as the Authorizing Condition is met.


**General Authority**

**RESOLVED**, that this written consent, as executed by the undersigned, may be transmitted by facsimile machine, portable document (.pdf) or any other electronic means and shall be treated in all manners and respects as an original document and an original signature; and it is further

**RESOLVED**, that this written consent may be executed by electronic signature and in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

*[Remainder of Page Intentionally Left Blank; Signature Page to Follow]*

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent as of January 13th, 2022.

  
\_\_\_\_\_  
Jonathan Gruner, President